

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

JANET BAKER and JAMES BAKER,
JKBAKER LLC and JMBAKER LLC,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING
CORP., SA),

Defendants.

Civil Action No.: 04-10501 (PBS)

DECLARATION OF JEFF E. BUTLER

I, Jeff E. Butler, declare and state as follows:

1. I am an attorney associated with Clifford Chance US LLP and admitted *pro hac vice* to practice before this Court. I am fully familiar with the facts set forth herein. I submit this declaration in support of Dexia Bank Belgium's Motion to Compel Additional Testimony from Vincent Love.

2. Vincent Love is an expert witness, who has submitted two lengthy expert reports in the above-captioned action.

3. Mr. Love was deposed on March 20, 2007 for about seven hours.

4. At the deposition, Mr. Love gave lengthy, convoluted and evasive answers to many of the questions posed by Dexia's counsel.

5. At the end of the first day of the deposition, Dexia's counsel requested additional time to depose Mr. Love. Plaintiffs' counsel refused to grant this request, but requested a meet-and-confer at a further date to discuss.

6. The parties held a meet-and-confer on April 10, 2006 regarding this issue and were unable to come to an agreement.

7. Attached hereto as Exhibit A is a true and correct copy of the Preliminary Expert Witness Report of Vincent J. Love, CPA, CFE, dated January 5, 2007.

8. Attached hereto as Exhibit B is a true and correct copy of the Expert Witness Preliminary Rebuttal Report of Vincent J. Love, CPA, CFE, dated February 16, 2007.

9. Attached hereto as Exhibit C is a true and correct copy of the Deposition Transcript of Vincent J. Love, dated March 20, 2007.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: New York, New York
April 30, 2007

A handwritten signature in black ink, appearing to read "J E Butler", written over a horizontal line.

Jeff E. Butler